

UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

STICHTING PENSIOENFONDS ABP,

Plaintiff,

v.

ALLY FINANCIAL INC. f/k/a GMAC, LLC;
GMAC MORTGAGE CORPORATION a/k/a
GMAC MORTGAGE LLC;
HOMECOMINGS FINANCIAL, LLC F/K/A
HOMECOMINGS FINANCIAL NETWORK,
INC.; RESIDENTIAL ACCREDIT LOANS,
INC.; RESIDENTIAL CAPITAL LLC f/k/a
RESIDENTIAL CAPITAL CORPORATION;
GMAC-RFC HOLDING COMPANY, LLC
d/b/a GMAC RESIDENTIAL FUNDING
CORPORATION; RESIDENTIAL
FUNDING COMPANY, LLC f/k/a
RESIDENTIAL FUNDING
CORPORATION; ALLY SECURITIES, LLC
d/b/a GMAC RFC SECURITIES and f/k/a
RESIDENTIAL FUNDING SECURITIES
CORPORATION; RESIDENTIAL ASSET
MORTGAGE PRODUCTS, INC.;
RESIDENTIAL ASSET SECURITIES
CORPORATION; DEUTSCHE BANK
SECURITIES, INC.; J.P. MORGAN
SECURITIES LLC f/k/a J.P. MORGAN
SECURITIES, INC; BANC OF AMERICA
SECURITIES LLC; BARCLAYS CAPITAL
INC.; MERRILL LYNCH, PIERCE,
FENNER & SMITH INC.; BRUCE J.
PARADIS; KENNETH M. DUNCAN;
DAVEE L. OLSON; RALPH T. FLEES;
LISA R. LUNDSTEN; DAVID C. WALKER;
JAMES G. JONES; DAVID M. BRICKER;
JAMES N. YOUNG, and DIANE WOLD,

Defendants.

12-cv-1381 (ADM/TNL)

**STIPULATION AND [PROPOSED]
ORDER EXTENDING TIME TO
RESPOND TO COMPLAINT AND
SETTING CONTINGENT BRIEFING
SCHEDULE**

WHEREAS, on May 14, 2012, defendants Residential Capital LLC, GMAC Mortgage, LLC, GMAC Residential Funding Corporation, Homecomings Financial, LLC, Residential Accredit Loans, Inc., Residential Asset Securities Corporation, Residential Asset Mortgage Products, Inc., Residential Funding Company, LLC (collectively, the “Debtor-Defendants”) commenced cases under Chapter 11 of the Bankruptcy Code, 11 U.S.C. § 1101 *et seq.*, in the United States Bankruptcy Court for the Southern District of New York, with these cases and those of certain affiliates of Debtor-Defendants being jointly administered under the caption *In re Residential Capital, LLC, et al.*, No. 12-12020;

WHEREAS, on June 8, 2012, this action was removed to the United States District Court for the District of Minnesota;

WHEREAS, the non-Debtor Defendants must answer or otherwise respond to Plaintiff’s complaint by June 15, 2012, pursuant to Federal Rule of Civil Procedure 81(c);

WHEREAS, Plaintiff has stated that it may file a motion to remand;

IT IS HEREBY STIPULATED AND AGREED, by and between the parties hereto, through their respective counsel, subject to approval by this Court, that:

1. The time for the non-Debtor Defendants to answer, move or otherwise respond to the Complaint is stayed pending entry of an order by this Court disposing of Plaintiff’s forthcoming motion to remand, or until the period within which Plaintiff may file a timely motion to remand expires, or until the date on which the non-

Debtor Defendants receive written notice from Plaintiff that Plaintiff will not be filing a motion to remand.

2. Upon the entry of an order disposing of Plaintiff's forthcoming motion to remand, or upon the date on which Plaintiff's time to file a timely motion to remand expires, or upon the date on which the non-Debtor Defendants receive written notice from Plaintiff that Plaintiff will not be filing a motion to remand, the non-Debtor Defendants shall have sixty (60) days to answer, move, or otherwise respond to the Complaint.

3. Plaintiff shall have sixty (60) days to oppose any motion to dismiss filed pursuant to paragraph 2.

4. The non-Debtor Defendants shall have thirty (30) days to reply to any opposition filed pursuant to paragraph 3.

5. Neither Plaintiff nor the non-Debtor Defendants waive any right to seek from each other or the Court, or to oppose, any further adjournments or extensions of these deadlines or any other deadlines.

6. Entry into this stipulation shall not waive any right, claim or other defense, including, without limitation, defenses relating to jurisdiction and venue, all of which are expressly preserved.

Dated: June 14, 2012

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Dated: June 14, 2012

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